

Company Number: 07333521

PRIVATE COMPANY LIMITED BY SHARES

WRITTEN RESOLUTION

of

WHITEHOUSE DESIGN & MANAGEMENT LIMITED ("Company")

Circulation Date:

8th April

2021

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 ("CA 2006"), the directors of the Company propose that the following resolutions are passed as an ordinary resolution and a special resolution ("Resolutions").

Ordinary resolution

1. THAT the terms of an agreement proposed to be made between (1) the Company and (2) David Massey for the purchase by the Company from David Massey of the one non-voting share of £1.00 in the capital of the Company ("Share") for a consideration of £1.00 (the "Share Buy Back") on the terms of the share transfer form attached be and is hereby approved and the Company be authorised to effect the Share Buy-Back.

Special resolution

2. THAT for the purposes of the Share Buy-Back only, the restrictions on transfer of the Share contained in article 19 of the Company's Articles of Association are hereby waived.

Agreement

Please read the notes at the end of this document before signifying your agreement to the Resolutions.

The undersigned, being the persons entitled to vote on the Resolutions on the Circulation Date, hereby irrevocably agree to the Resolutions:

..... *K Massey*

Karl Massey

..... *8 April 2021*

Date

..... *Susan Massey*

Susan Massey

..... *8th April 2021*

Date



NOTES

1. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
 - **By hand:** delivering the signed copy to Weightmans LLP, No 1 Spinningfields, Hardman Square, Manchester, M3 3EB.
 - **Post:** returning the signed copy by post to Weightmans LLP, No 1 Spinningfields, Hardman Square, Manchester, M3 3EB .
 - **E-mail:** by attaching a scanned copy of the signed Resolutions to an e-mail and sending it to anne-marie.barnes@weightmans.com.

If you do not agree with the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.
3. Where, by 28 days after the Circulation Date, insufficient agreement has been received for the Resolutions to pass, such Resolution will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or on this date.
4. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.